



ISSUE
35

LEGACY

BENDIS
BAGLEY
THIBERT

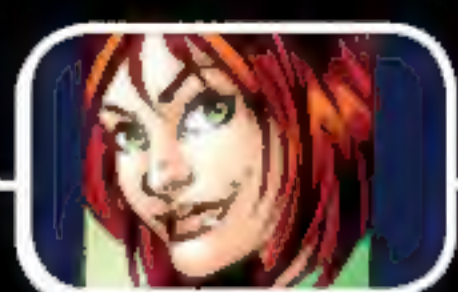
MARVEL



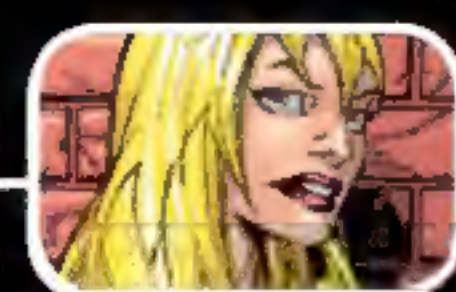
Peter Parker



Aunt May



Mary Jane Watson



Gwen Stacy



Flash Thompson

LEGACY

The bite of an **GENETICALLY ALTERED** Spider granted high-school student Peter Parker incredible, arachnid-like powers: Strength, agility, a Spider like sixth sense warning him of personal danger, and most amazing of all- Peter can walk on walls. When a burglar killed his beloved Uncle Ben, a grief-stricken Peter vowed to use his amazing abilities to protect his fellow man. He learned the invaluable lesson that with great power then comes great responsibility!

Now the fledgling super hero tries to balance a full high school curriculum, a night job as a web designer for the Daily Bugle tabloid, a friendship with the beautiful Mary Jane Watson, and swing time as the misunderstood, web-slinging Spider-Man.

PREVIOUSLY IN ULTIMATE SPIDER-MAN:

Peter goes to visit college student Eddie Brock, a childhood friend and the son of his scientist father's partner. Eddie shows Peter an old experiment of their fathers that he has discovered: a container of frozen black liquid.

From his father's notes, Eddie has learned that the liquid is a medical dip called "the suit," which forms a protoplasmic bodysuit around the patient that can cure any illness and enhance the patient's strength and abilities. At the time of their deaths, Eddie explains, their fathers were fighting an attempt by Trask Industries to steal their formula for use in creating super-soldiers.

Peter resolves to complete his father's work on the suit, and to return it to its original purpose as a cure for cancer. However, Peter gets some of the liquid on his skin, and within seconds it has taken over his body, encasing him in a protoplasmic black suit.



S t a n d e e p r e s e n t s : ULTIMATE SPIDER-MAN

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colors

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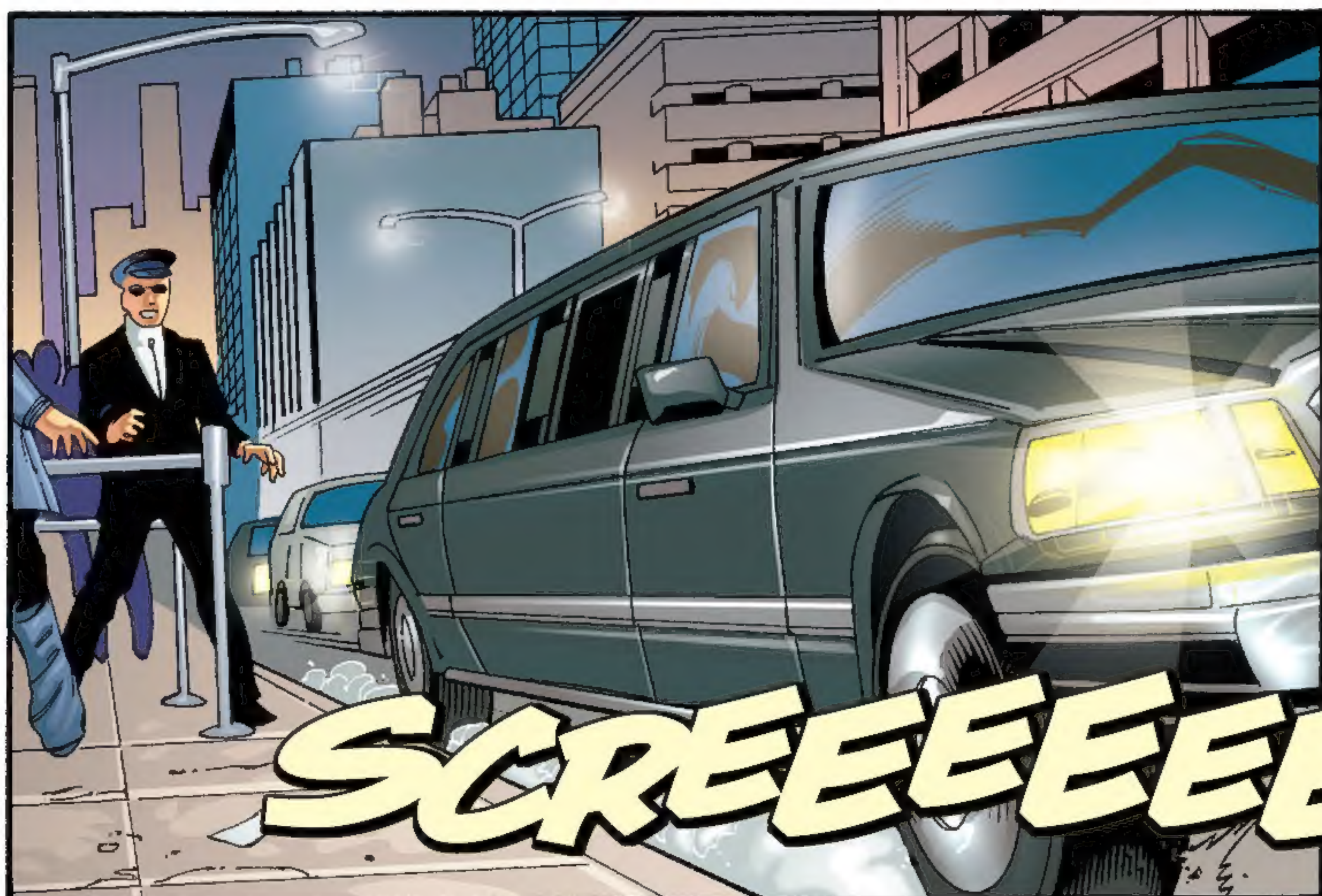
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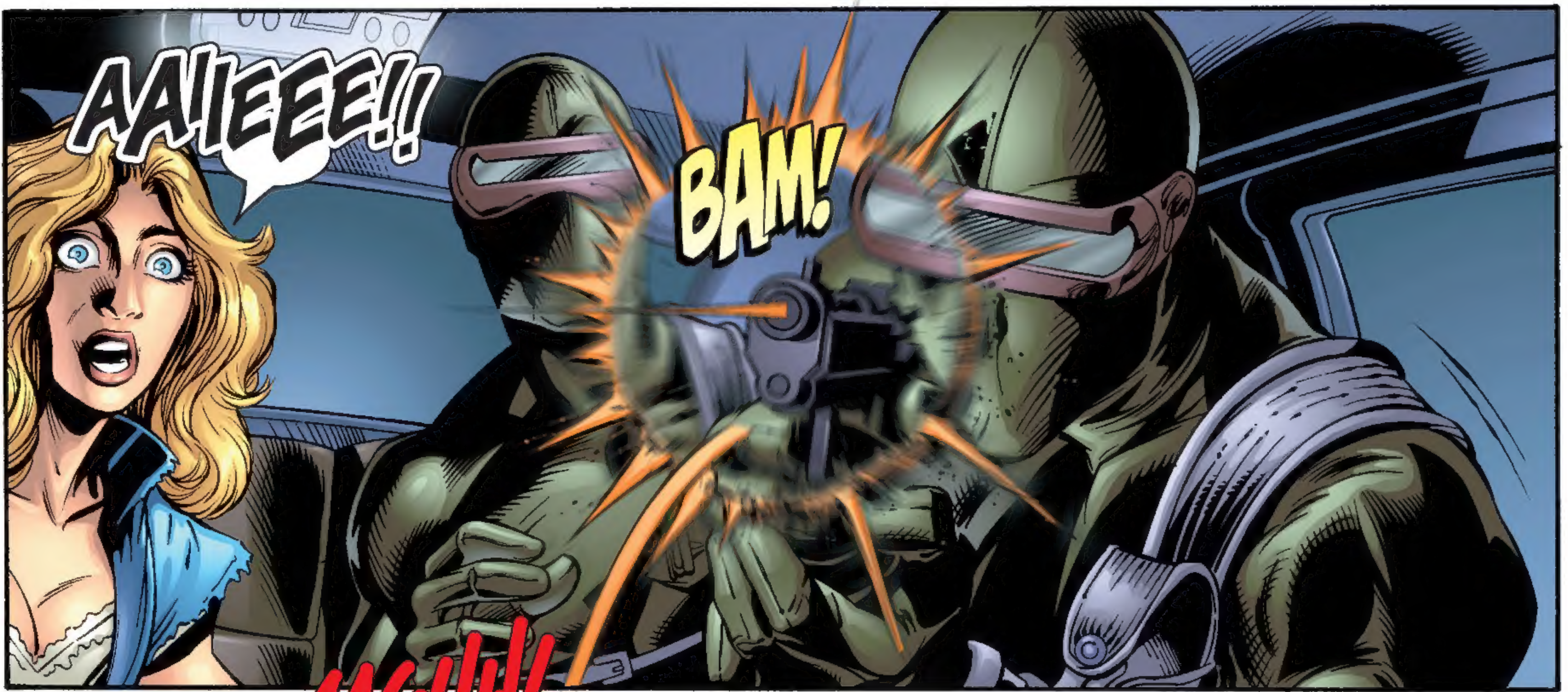
Joe Quesada
editor in chief

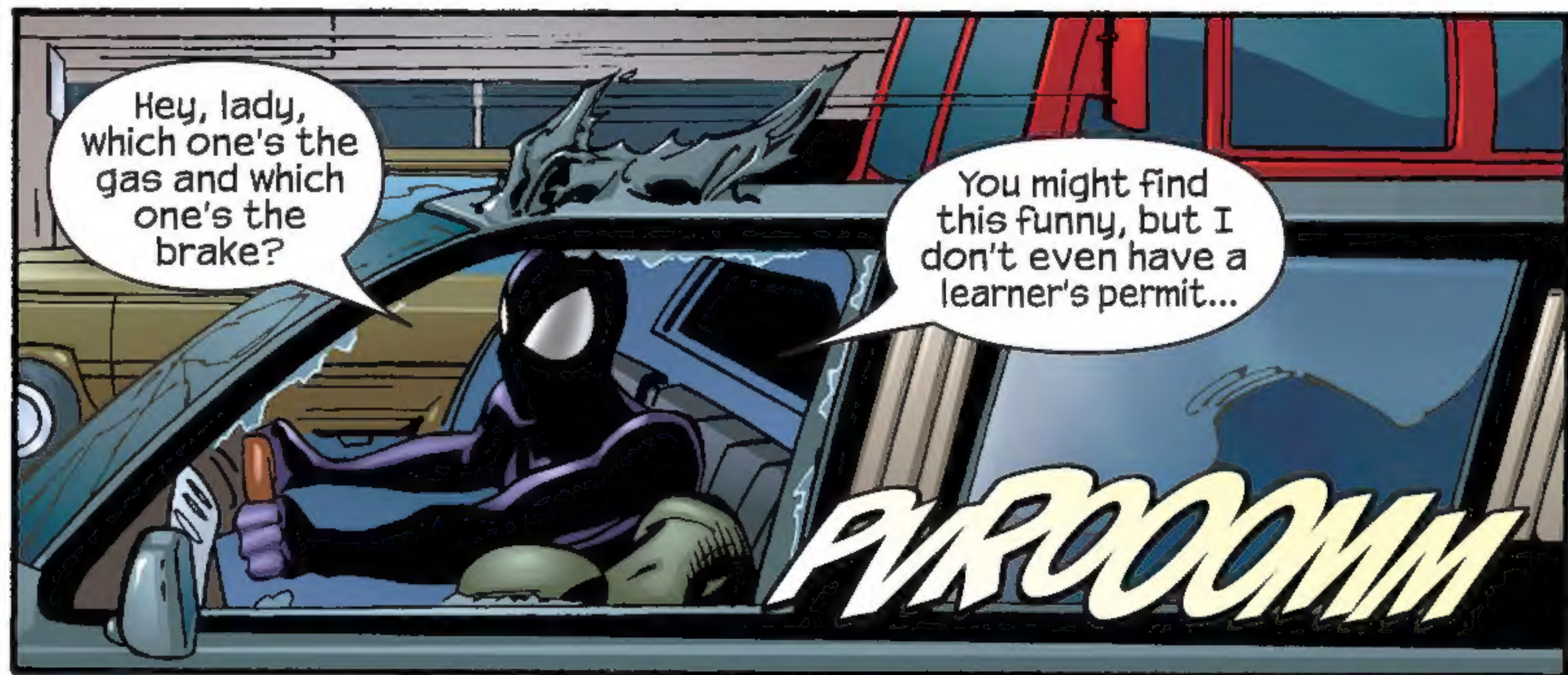
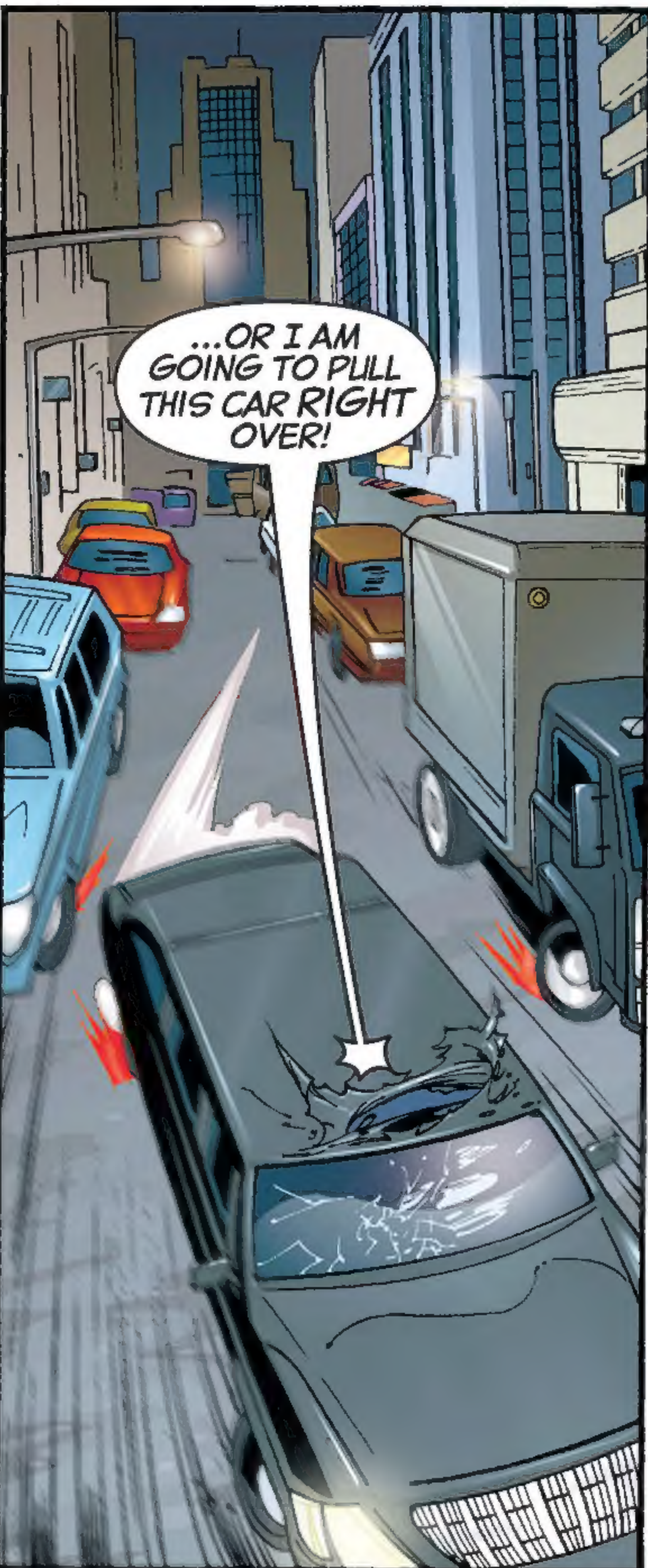
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president & inspiration

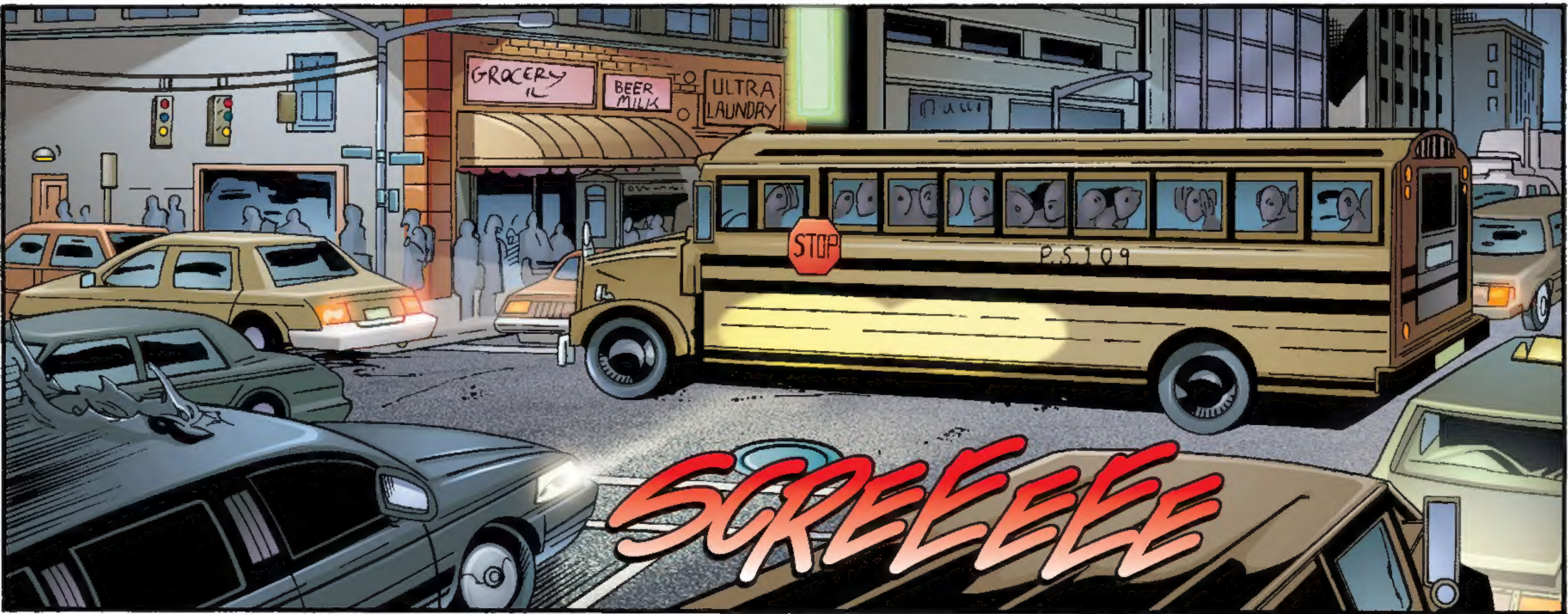


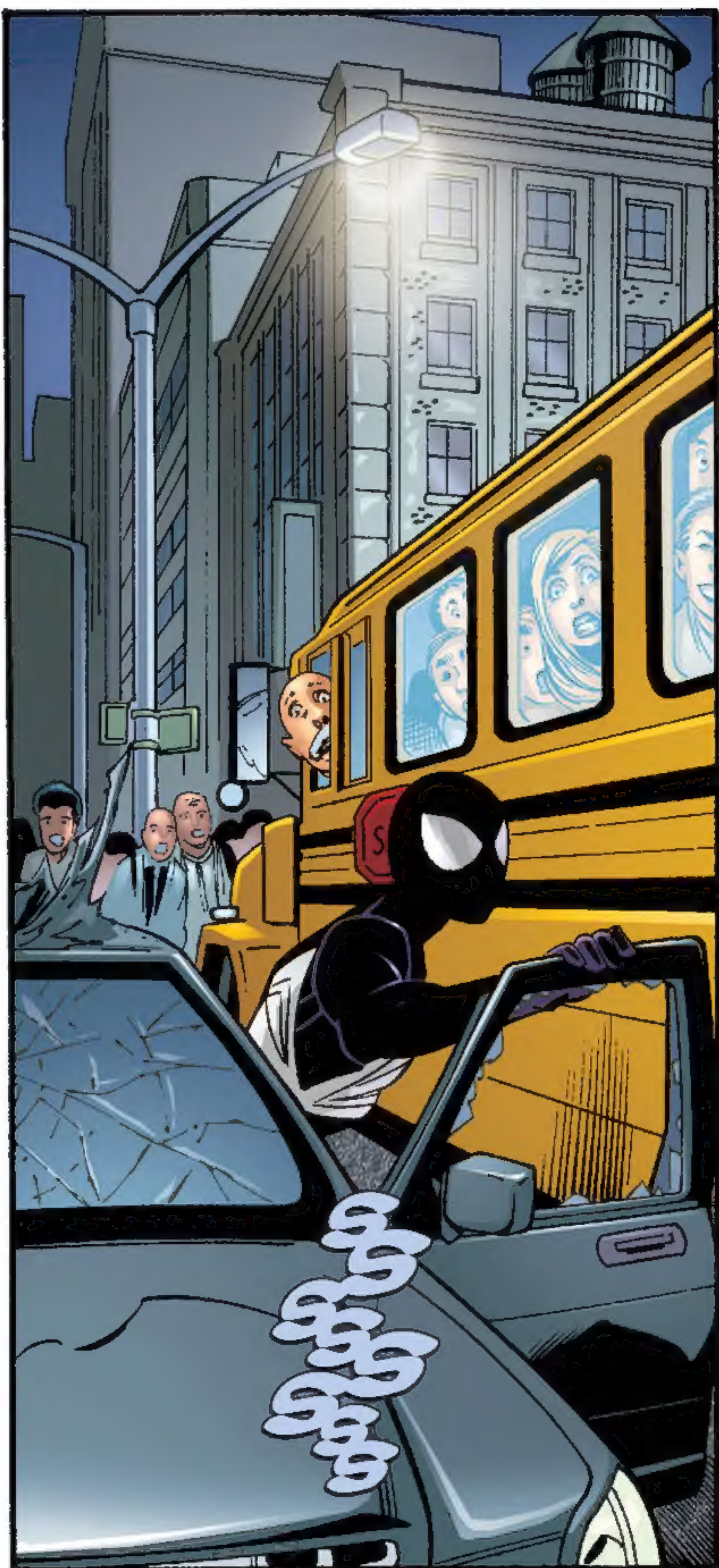


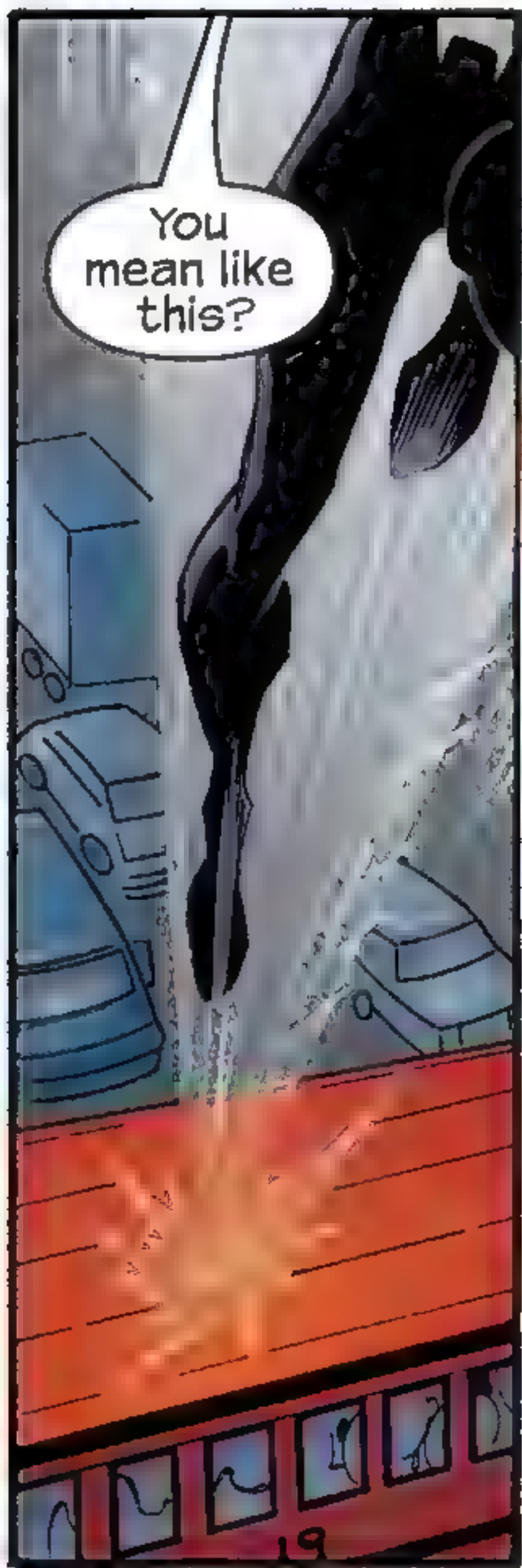












You mean like this?



Well, this is more like it.

This me likey.

This suit, this bio-suit thingy, or whatever it is, my dad invented is-- Oh, my God!

It's amazing.

First I was just thrilled to have it because my old tights kept ripping--

And eventually they would have ripped in a totally inappropriate place... and I would've ended up on the news with my bits and pieces tiled-out like one of those bimbettes on the Howard Stern show.



But now-- now I can take a *bullet*? Holy crap!

I couldn't believe it! I took it!

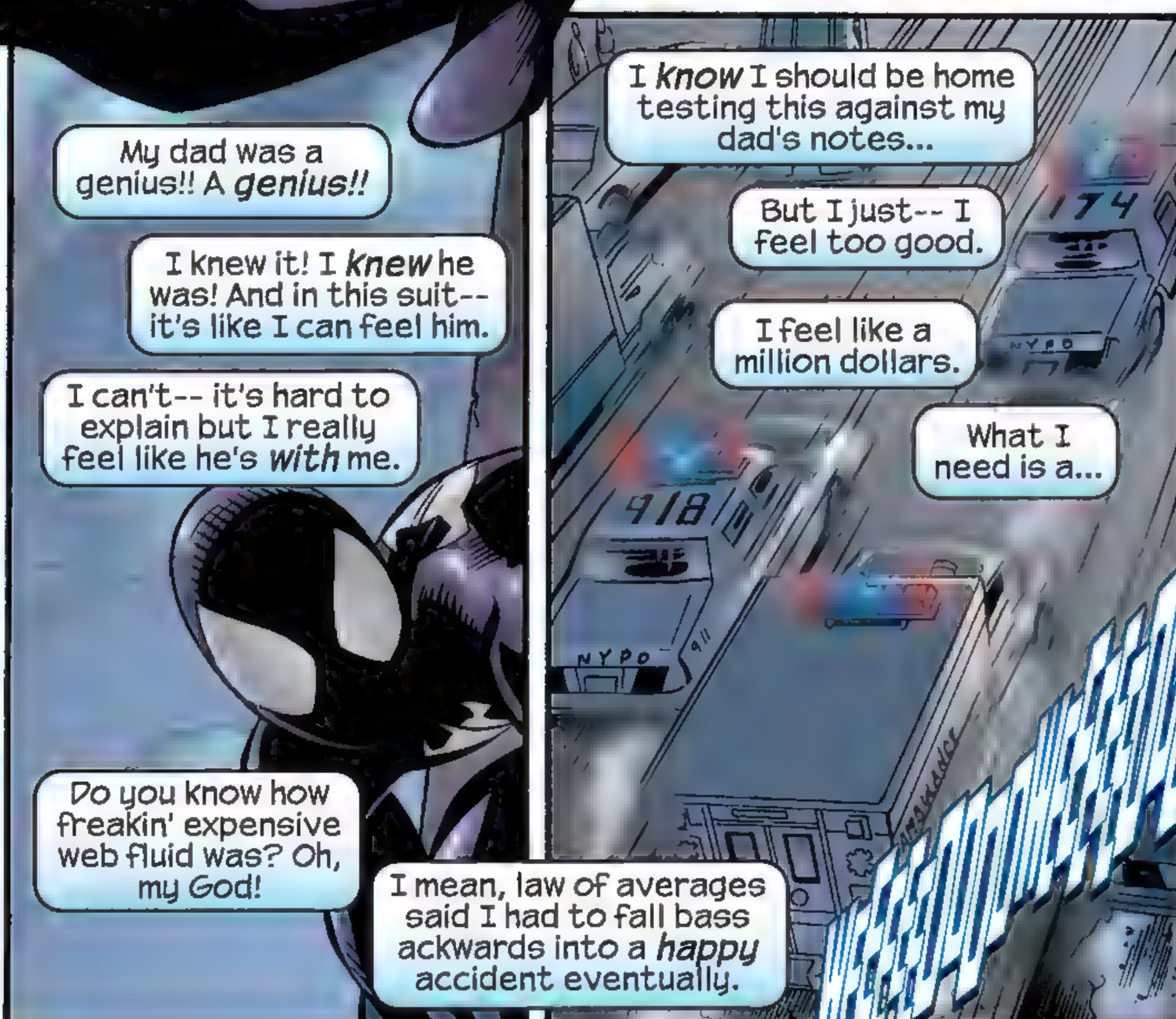
A bullet!

Plus I'm stronger. I'm faster.

And I don't need web shooters anymore!!

I just-- I just *think* and a web appears.

This-- *this* is too much.



My dad was a genius!! A *genius*!!

I knew it! I *knew* he was! And in this suit-- it's like I can feel him.

I can't-- it's hard to explain but I really feel like he's *with* me.

Do you know how freakin' expensive web fluid was? Oh, my God!

I mean, law of averages said I had to fall bass backwards into a *happy* accident eventually.

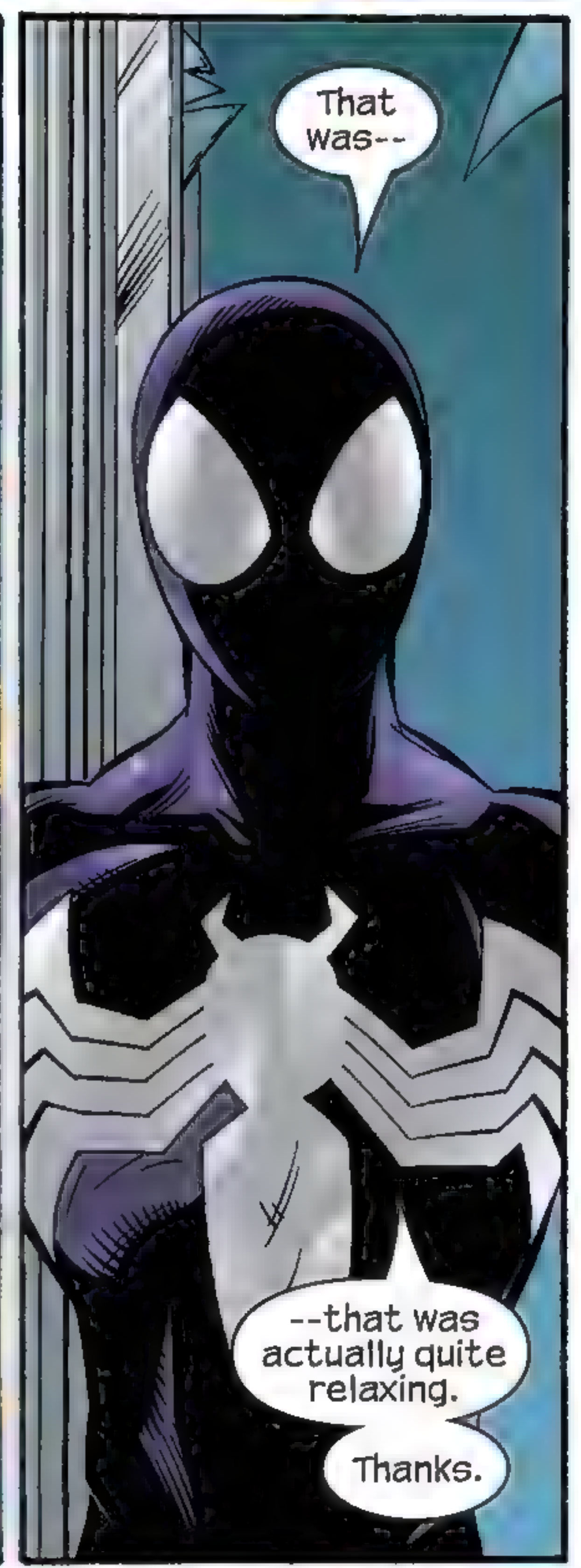
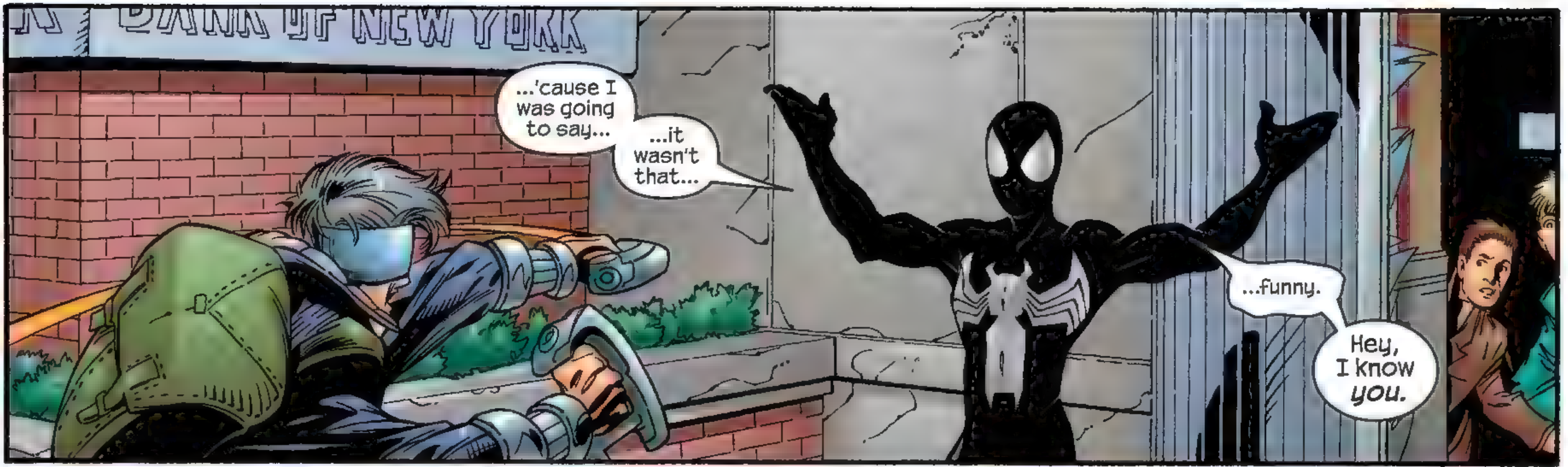
I *know* I should be home testing this against my dad's notes...

But I just-- I feel too good.

I feel like a million dollars.

What I need is a...







Y'know...

As total shlamazels go, I give you some credit for *sticking* with this goofball vibrator shtick...

...even *after* I spanked you around last time.



Not a *lot* of credit, but, y'know, some.



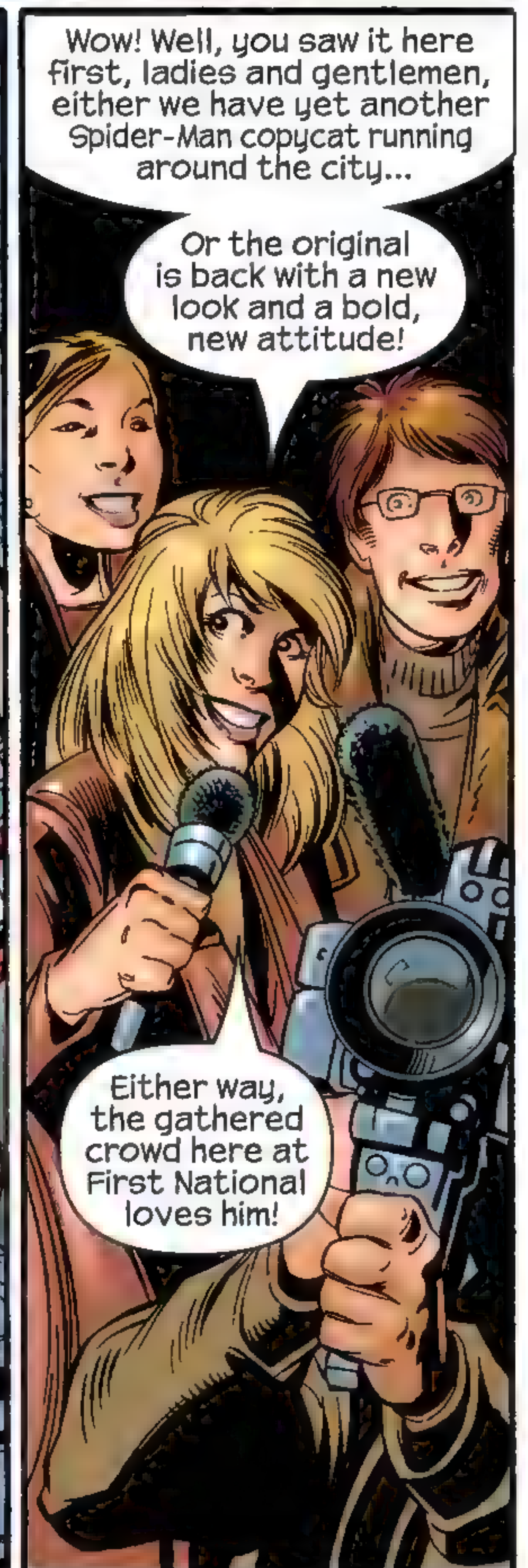
Is everyone in one piece? Everyone okay?



Yes? No? Maybe? Sort of?



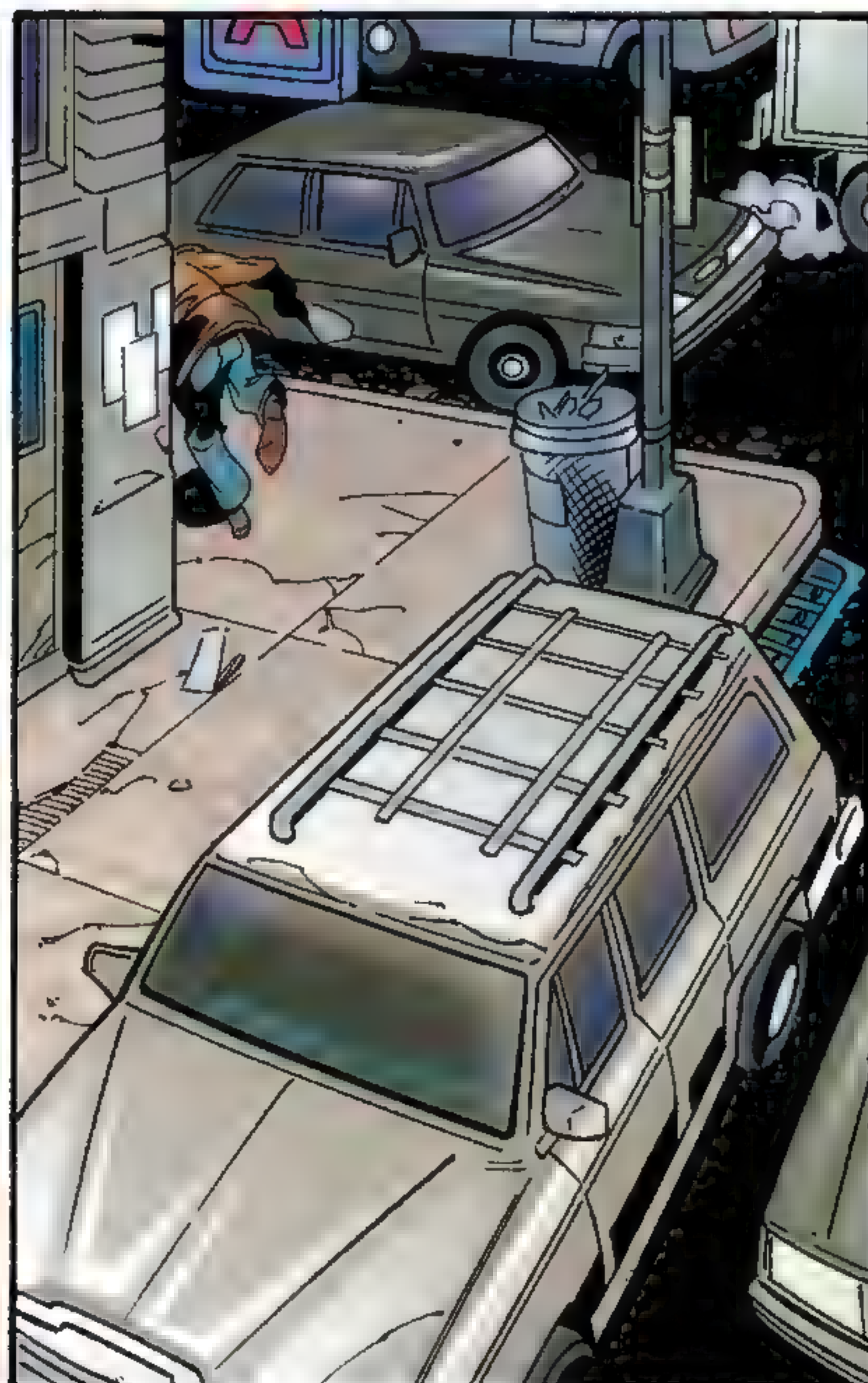
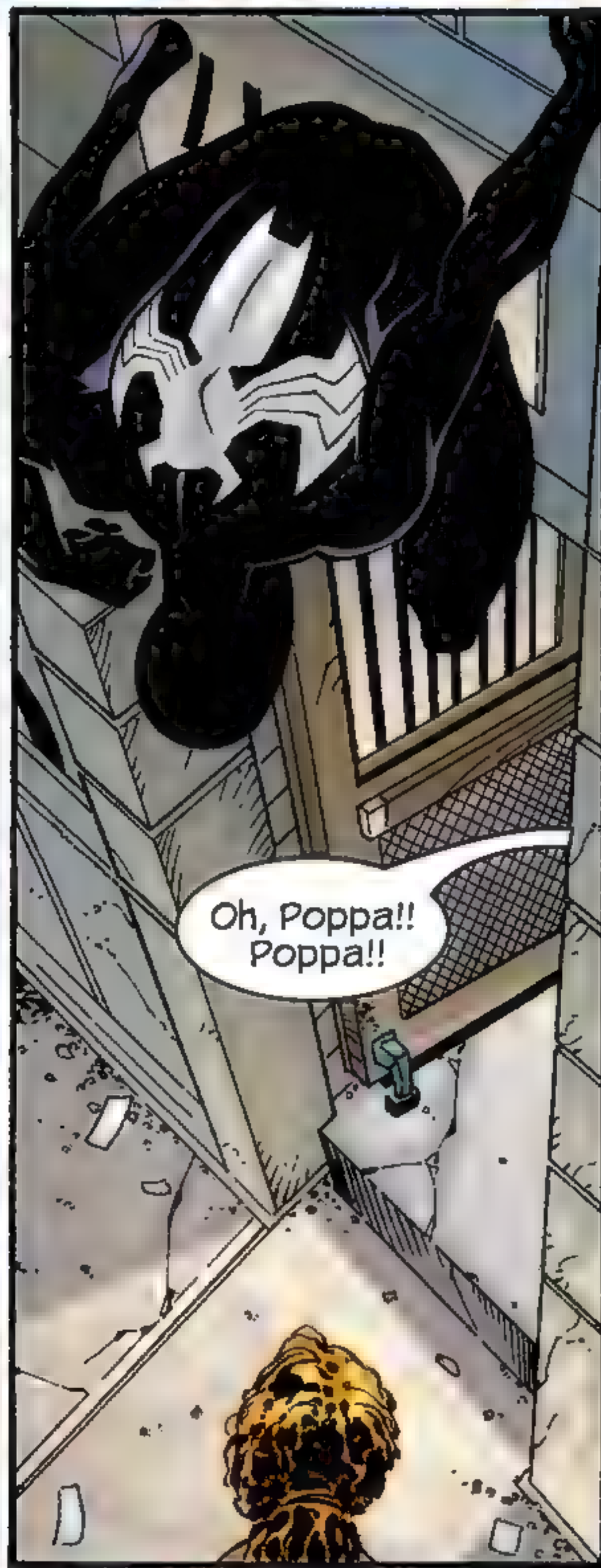
All righty then...



Wow! Well, you saw it here first, ladies and gentlemen, either we have yet another Spider-Man copycat running around the city...

Or the original is back with a new look and a bold, new attitude!

Either way, the gathered crowd here at First National loves him!



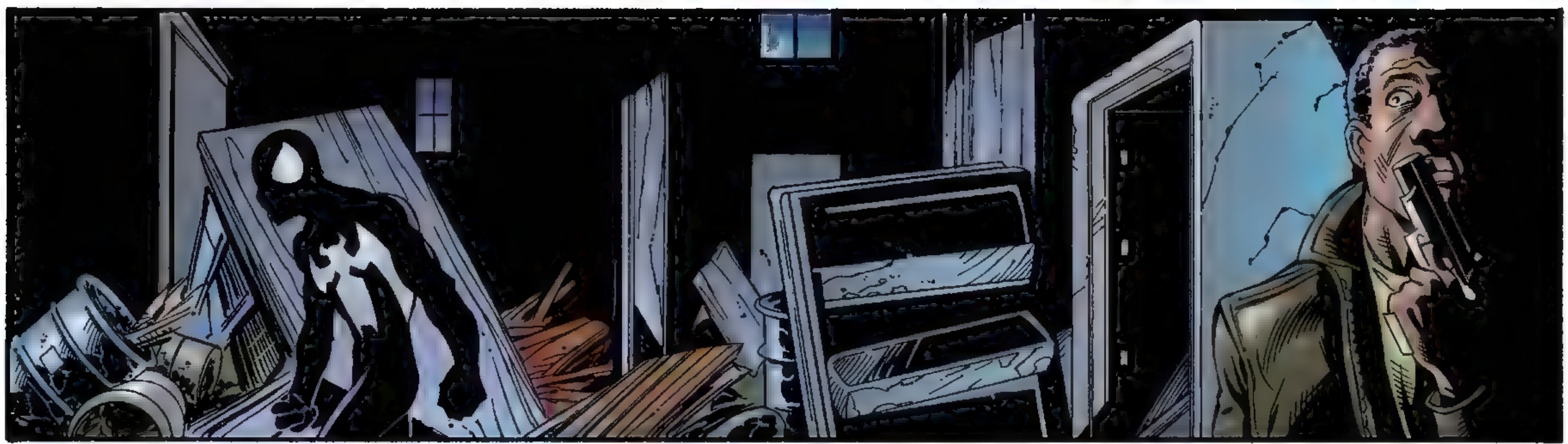


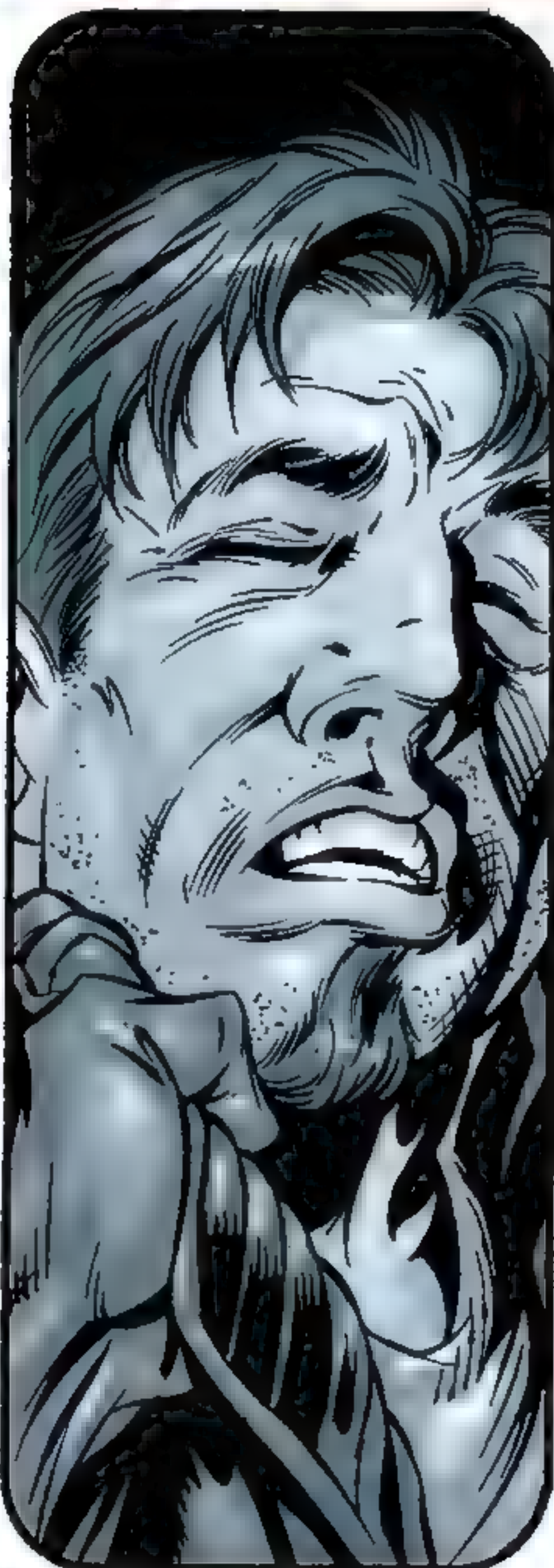
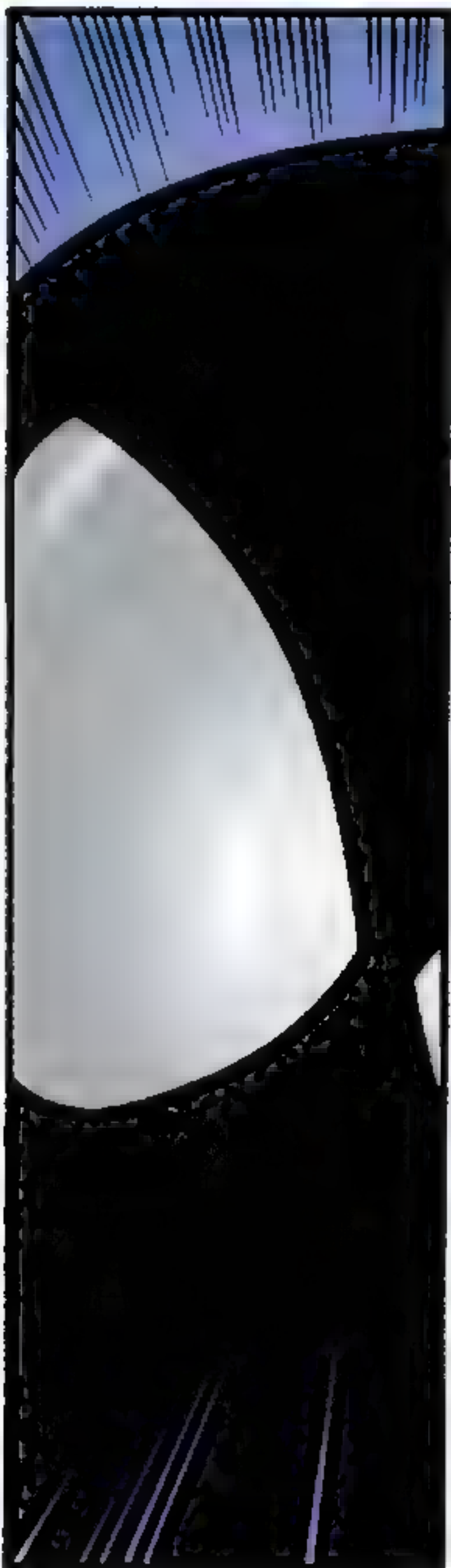
Oh,
man...

...oh,
man....

Oh,
God!!

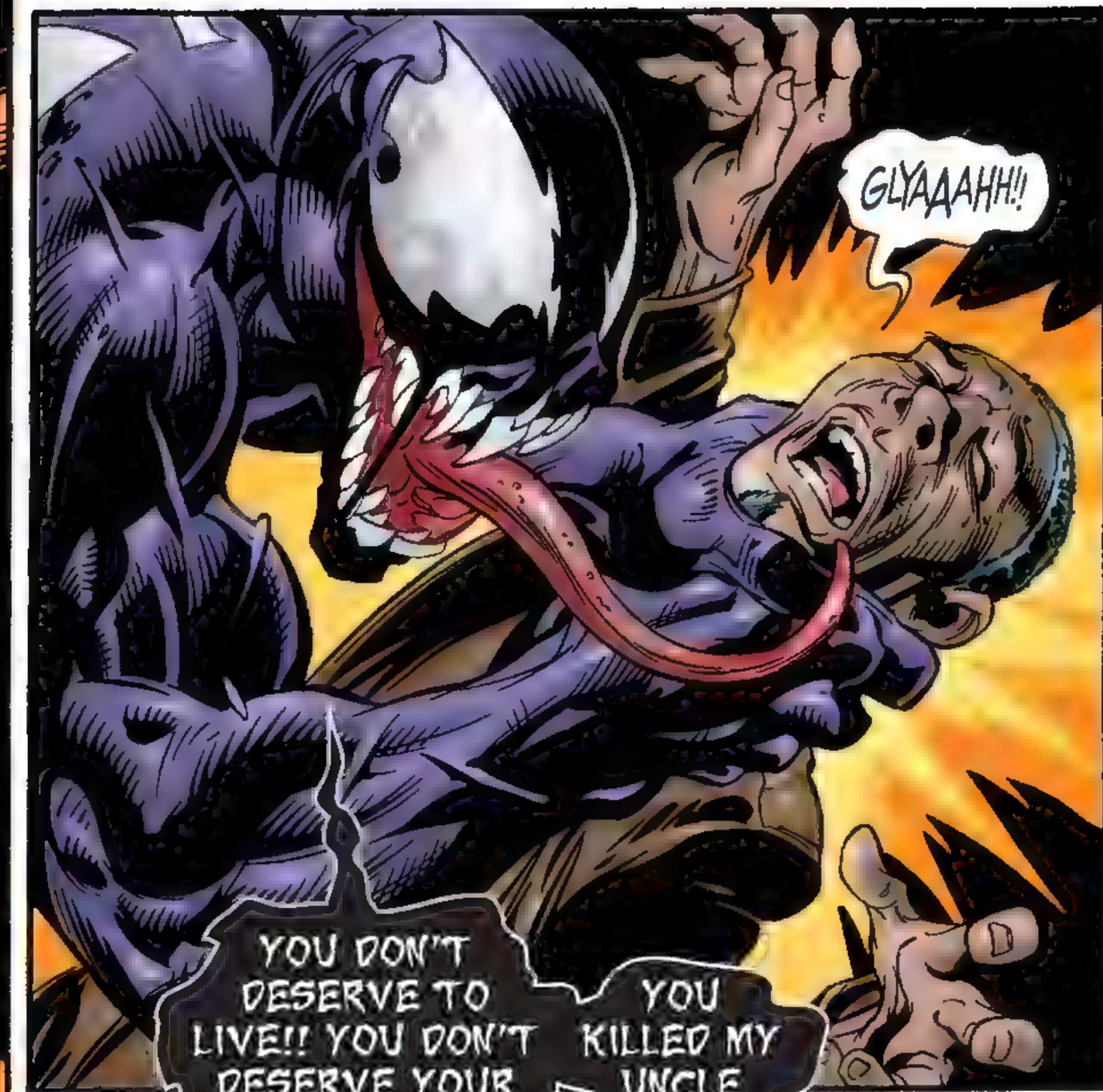
CLANG







AGGHHH!!
AGGH!!



GLYAAHH!!

YOU DON'T
DESERVE TO
LIVE!! YOU DON'T
DESERVE YOUR
LIFE!!

YOU
KILLED MY
UNCLE
BEN!!!



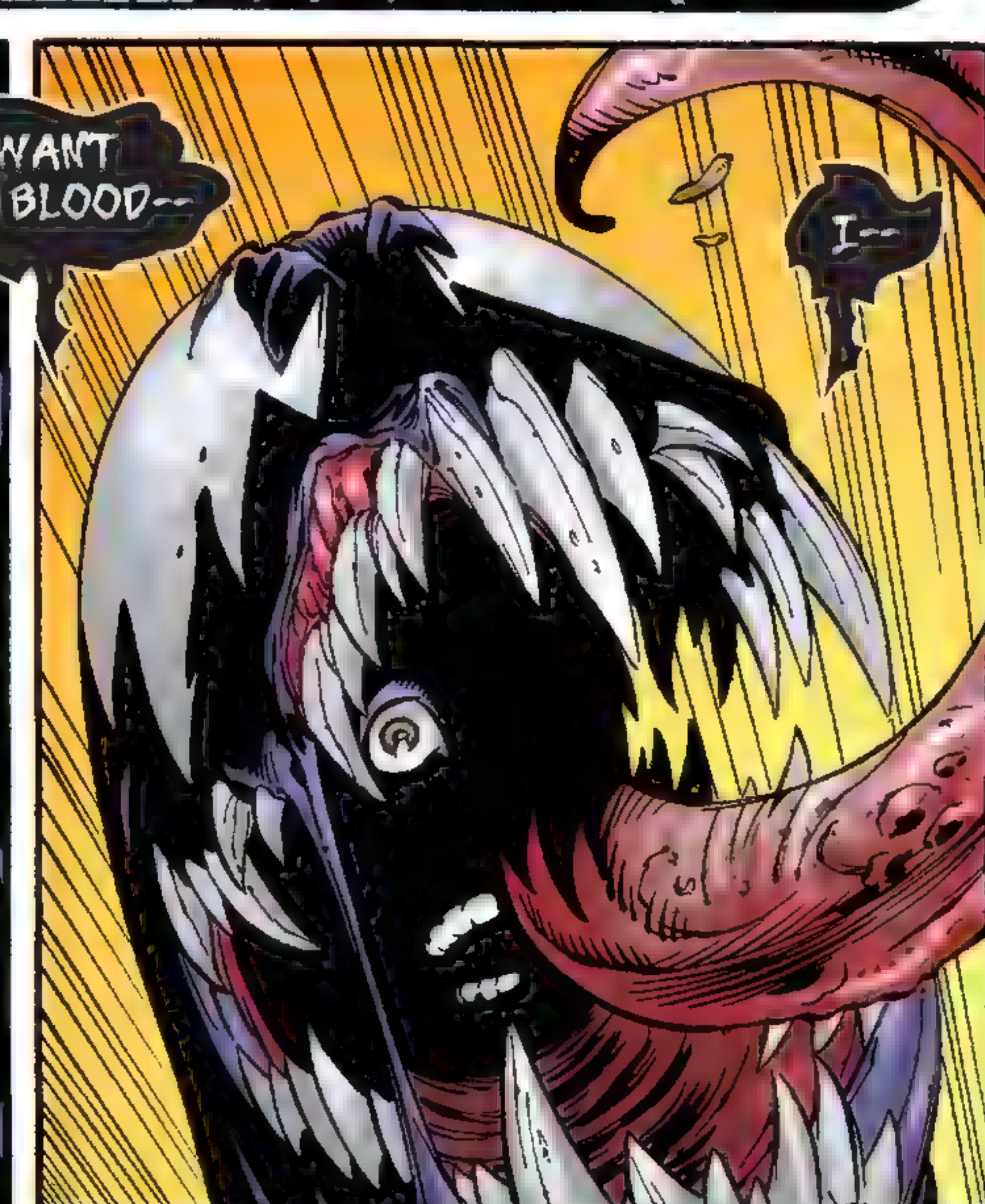
I WANT
TO HEAR YOU
SCREAM!!!



Ggllslls...



P-please...



I WANT
YOUR BLOOD--

I--



AGGHH!!

What's happening to me?

Get this off of me!!



NO!!

No-- Stop it!!

Get it off!



Oh, my God!

Wh-- What have I done?!!



I can't control myself. I almost killed that guy. Agh!

This-- this thing is trying to-- it's all over me.

What is-- I gotta get it off of me!!



My head--

Uncle Ben-- I don't-- I can't control this--

Somebody...



Can't get it off. I can't stop this.

Won't let go of me. Can't--

Dad!!

I should never have come near it-- I should never have touched it.

Get it off me!! Off me!!

It's feeding on me. It's eating me alive.

What have I done?

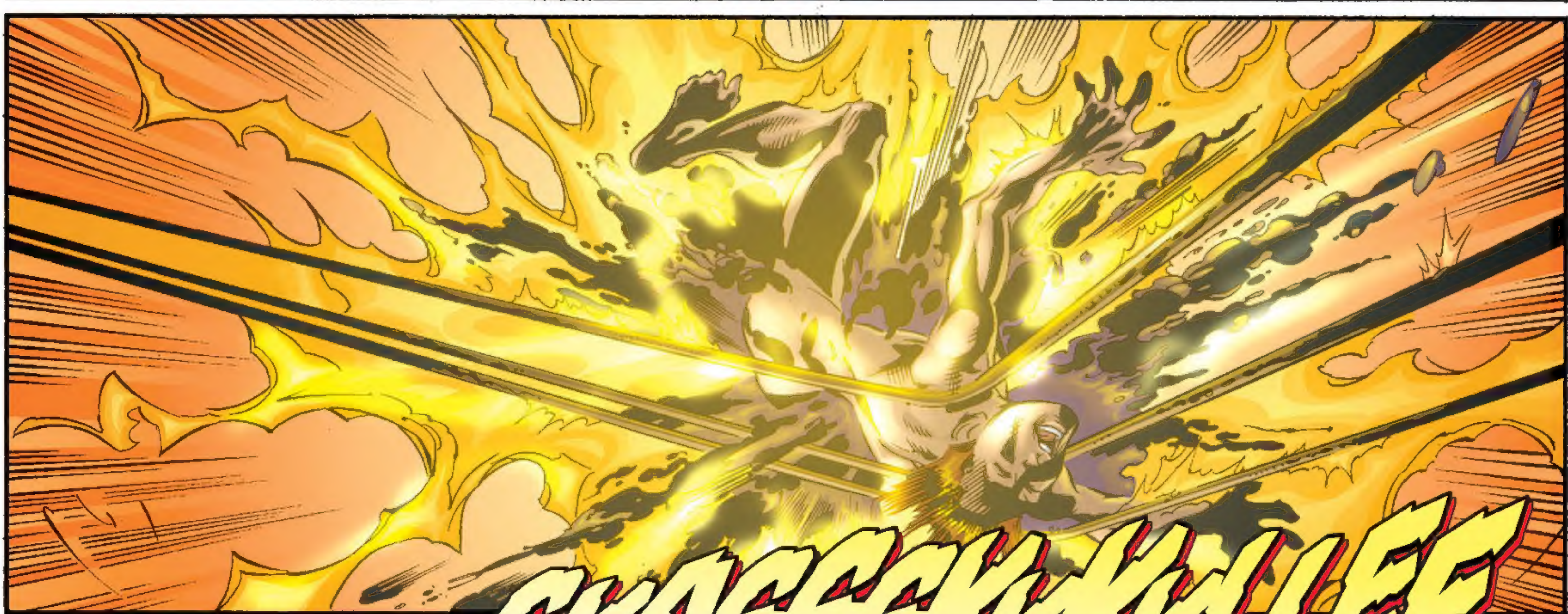
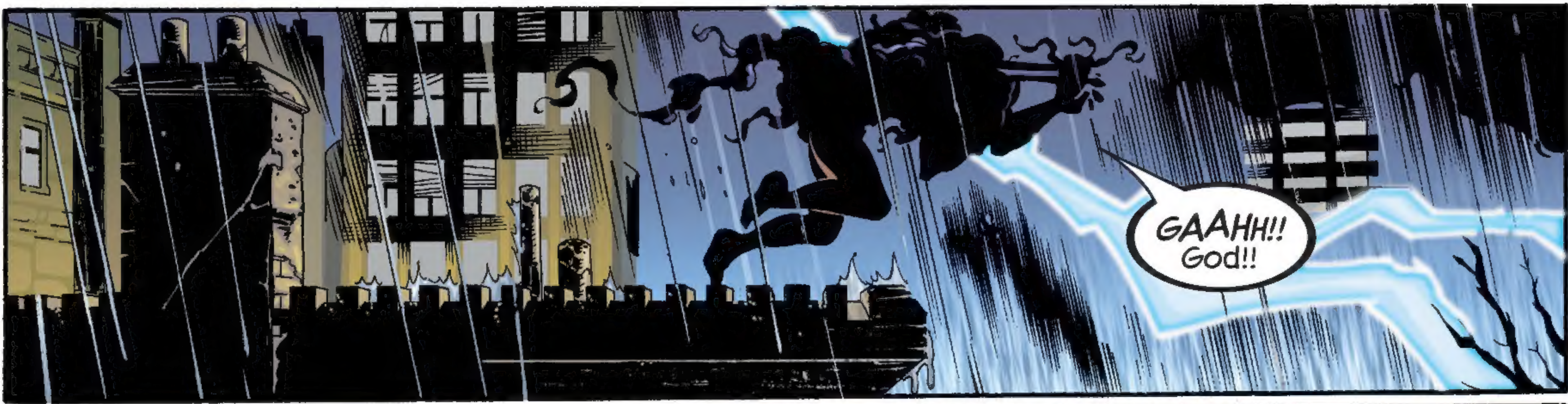
Father!

Going to kill me!

Off me!!

Off me!!

Off me!!



HERE LIES
MARY PARKER
A WOMAN
OF INTEGRITY
AND BEAUTY

HERE LIES
RICHARD PARKER
A FATHER, A HUSBAND,
A MAN OF SCIENCE

HERE LIES
BEN PARKER

*"I've walked and
I've crawled on six
crooked highways."
-Bob Dylan*





SON OF

VULTURON